

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:	:	Chapter 11, Subchapter V
	:	
GSI WIND DOWN, INC., <i>et al.</i> , ¹	:	Case No. 22-11057-mew
	:	Lead Case
Debtors.	:	Jointly Administered

**INITIAL ORDER ON MOTION TO (I) AUTHORIZE THE DEBTORS TO
MAKE DISTRIBUTIONS TO HOLDERS OF ALLOWED UNSECURED
CLAIMS AGAINST GSI WIND DOWN, INC.; (II) DISMISS THE DEBTORS’
CHAPTER 11 CASES; (III) AUTHORIZE THE DEBTOR
ENTITIES TO BE DISSOLVED IN ACCORDANCE WITH
APPLICABLE STATE LAW; AND (IV) GRANT RELATED RELIEF**

Upon the Motion (ECF 160, the “**Motion**”)² of the above captioned debtors and debtors-in-possession (the “**Debtors**”), pursuant to Bankruptcy Code sections 305(a)(1), 349 and 1112(b) and Bankruptcy Rules 1017(a), dismissing the Debtors’ Chapter 11 Cases and granting related relief; and the Court having subject matter jurisdiction to consider and determine the Motion, and grant the requested relief in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Motion being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409 and it appearing that due and sufficient notice of the Motion has been given and upon the record of the hearing on the Motion (the “**Hearing**”) and all of the proceedings had before this Court, and upon the record at the Hearing; and noting the absence of any objections to the Motion in the record or otherwise; and the Court having

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: GSI Wind Down, Inc. f/k/a GetSwift, Inc. (4235) and GetSwift Technologies Limited (4875).

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The priority and general unsecured claims in Exhibit D to the Motion that are listed on Exhibit 1 to this Order are each allowed in the classification and amount set forth therein. The only allowed claim amount that is different between Exhibit D to the Motion and Exhibit 1 to this Order is the allowed general unsecured claim of Plaza 7000 LLC, which has increased from \$225,000.00 to \$277,625.12, as described on the record at the Hearing.
3. A final hearing on the Motion is scheduled for **November 1, 2023 at 10:00 a.m.** EST (the “**Dismissal Hearing**”).
4. The Debtors are authorized to file a certification (“Certification”) before the Dismissal Hearing, requesting dismissal of the Chapter 11 Cases and certifying the amounts that GSI has distributed to the following in accordance with this Order: (a) holders of all compromised Allowed Professional Fees and the compromised fees and expenses of the Canadian information officer and his counsel out of a total pot of \$250,000; (b) the approved fees and costs of the Subchapter V Trustee; (c) holders of Allowed Priority Claims in the amounts of such claims in accordance with Exhibit 1; and (d) holders of Allowed Unsecured Claims their *pro rata* distribution of Interim Distribution Funds in accordance with Exhibit 1 hereto.
5. All filed Certifications and this Order shall be served on the Master Service List.
6. To the extent applicable, Rules 6004(h) and 6006(d) of the Federal Rules of Bankruptcy Procedure are waived and this Order shall be effective and enforceable immediately upon entry.

7. The Debtors are authorized to take any and all action necessary to effectuate the relief granted pursuant to this Order.

Dated: New York, New York
October 16, 2023

/s/ Michael E. Wiles
HONORABLE MICHAEL E. WILES
UNITED STATES BANKRUPTCY JUDGE

Exhibit 1

GSI Wind Down, Inc. Petition Date: 8/2/22, Bar Date: 2/22/23		FILED CLAIM AMOUNTS							PROPOSED ALLOWED CLAIM AMOUNTS				
		Claim No.	Claim Date	Date Filed	Unsecured		Priority	Total	Unsecured	Pro Rata %	\$97,440.05	Priority	Total
	333 Capital Inc.	7-1	10/04/22	10/4/222	\$280,000.00			\$280,000.00	\$280,000.00	6.55%	\$6,382.08		\$6,382.08
	Bane Hunter	14-1	02/16/23	02/17/23	\$1,564,437.50		\$15,150.00	\$1,579,587.50	\$964,437.50	22.56%	\$21,982.56	\$15,150.00	\$37,132.56
	Barclay Damon LLP	21-1	02/22/23	02/22/23	\$9,999.99			\$9,999.99	\$9,999.99	0.23%	\$227.93		\$227.93
	Computershare Investor Services Inc.	13-1	02/10/23	02/15/23	\$56,056.74	CAD		\$56,056.74	\$0.00	0.00%	\$0.00		\$0.00
	Datasite LLC (Merrill LLC)	4-1	09/07/22	09/07/22	\$8,835.83			\$8,835.83	\$8,835.83	0.21%	\$201.40		\$201.40
	Dentons US LLP	3-1	08/29/22	08/29/22	\$730,243.42			\$730,243.42	\$0.00	0.00%	\$0.00		\$0.00
	Eplexity, LLC	6-1	09/15/22	09/15/22	\$754,829.11			\$754,829.11	\$0.00	0.00%	\$0.00		\$0.00
	Federal Insurance Company c/o Chubb	11-1	02/09/23	02/09/23	\$4,457.00			\$4,457.00	\$4,457.00	0.10%	\$101.59		\$101.59
	Foley & Lardner LLP	22-1	02/22/23	02/22/23	\$1,687.50			\$1,687.50	\$1,687.50	0.04%	\$38.46		\$38.46
	GetSwift Limited (In Liquidation)	18-1	02/21/23	02/21/23	\$39,666,923.50			\$39,666,923.50	\$0.00	0.00%	\$0.00		\$0.00
	Joel Macdonald	16-1	02/20/23	02/20/23	\$2,329,645.58		\$18,420.04	\$2,348,065.62	\$1,329,645.58	31.10%	\$30,306.81	\$3,270.04	\$33,576.85
	JPMorgan Chase Bank, N.A. s/b/m/t Chase Bank USA, N.A.	1-1	08/10/22	08/15/22	\$47,789.93			\$47,789.93	\$47,789.93	1.12%	\$1,089.28		\$1,089.28
	Litchfield Cavo LLP	20-1	02/21/23	02/21/23	\$2,730.00			\$2,730.00	\$2,730.00	0.06%	\$62.23		\$62.23
	Madison Faith, LLC	17-1	02/20/23	02/20/23	\$50,000.00			\$50,000.00	\$50,000.00	1.17%	\$1,139.66		\$1,139.66
	Miller Thomson LLP	15-1	02/20/23	02/20/23	\$9,874.84			\$9,874.84	\$9,874.84	0.23%	\$225.08		\$225.08
	New York City Department of Finance	8-1	10/18/22	10/25/22			\$29,522.95	\$29,522.95	\$0.00	0.00%	\$0.00	\$29,522.95	\$29,522.95
	Plaza 7000 LLC	10-1	01/06/23	01/06/23	\$277,625.12			\$277,625.12	\$277,625.12	6.49%	\$6,327.95		\$6,327.95
	Progress Partners IB, Inc.	12-1	02/09/23	02/09/23	\$33,000.00			\$33,000.00	\$33,000.00	0.77%	\$752.17		\$752.17
	Susan Cox	23-1	02/22/23	02/22/23	\$206,131.56		\$15,150.00	\$221,281.56	\$185,000.00	4.33%	\$4,216.73	\$15,150.00	\$19,366.73
	WD Numeric Corporate Services Ltd.	19-1	02/21/23	02/21/23	\$153,064.39			\$153,064.39	\$153,064.39	3.58%	\$3,488.82		\$3,488.82
	Wilson, John	2-2 2-1	08/29/22 08/19/22	08/29/22 08/19/22	\$1,166,016.00		\$15,150.00	\$1,181,166.00	\$905,000.00	21.17%	\$20,627.80	\$15,150.00	\$35,777.80
	WireWheel, Inc.	5-1	08/11/22	09/06/22	\$10,833.00			\$10,833.00	\$10,833.00	0.25%	\$246.92		\$246.92
	Wood Aitken LLP	9-1	12/01/22	12/06/22	\$990.80			\$990.80	\$990.80	0.02%	\$22.58		\$22.58
	TOTAL				\$47,365,171.81		\$93,392.99	\$47,458,564.80	\$4,274,971.48	100%	\$97,440.05	\$78,242.99	\$175,683.04

*This is the actual amount expected to be distributed to these holders of allowed general unsecured claims. It is possible that the actual amount will be slightly higher or lower.